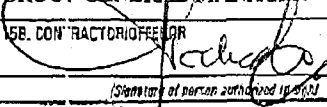
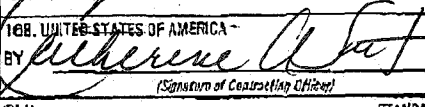


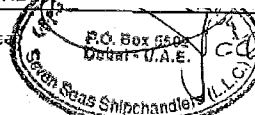
<b>AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT</b>				1. CONTRACT ID CODE	PAGE 1 OF 3
2. AMENDMENT/MODIFICATION NO. P00031		3. EFFECTIVE DATE 28 June 2004	4. REQUISITION/PURCHASE REQ. NO. VARIOUS		5. PROJECT NO. (If applicable)
6. ISSUED BY DEFENSE SUPPLY CENTER-PHILADELPHIA DSCF-HFOM 700 ROBBINS AVENUE, PHILADELPHIA, PA 19111-5092 POC: TOM FERZETTI (215) 737-7820		CODE SP0300	7. ADMINISTERED BY (If other than Item 6) SEE BLOCK 6		
8. NAME AND ADDRESS OF CONTRACTOR (Name, street, county, State and ZIP Code)  SEVEN SEAS SHIPCHANDLERS P.O. BOX 5592 AL QUOZ INDUSTRIAL AREA DUBAI, UNITED ARAB EMIRATES			9A. AMENDMENT OF SOLICITATION NO.		
			9B. DATED (SEE ITEM 11)		
			10A. MODIFICATION OF CONTRACT/ORDER NO. SP0300-04-D-3004		
			10B. DATED (SEE ITEM 12) 30 JANUARY 2001		
CODE SG192		FACILITY CODE			
<b>11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS</b>					
<input type="checkbox"/> If a above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended.					
Offer must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as extended, by one of the following methods: (a) By certifying items 8 and 15, and returning _____ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided such telegram or letter makes reference to the solicitation and this amendment, and is received prior to the closing hour and date specified.					
12. Accounting and Appropriation Date (If required)					
<b>13. THIS ITEM APPLIES ONLY TO MODIFICATIONS OF CONTRACTS/ORDERS, IT MODIFIES THE CONTRACT/ORDER NO. AS DESCRIBED IN ITEM 14.</b>					
<input checked="" type="checkbox"/> A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: (Specify authority) THE CHANGES SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A.					
<input type="checkbox"/> B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as change in pricing office, preparation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b).					
<input checked="" type="checkbox"/> C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: 10 U.S.C. 2304(c)(1) as implemented by FAR 6.302-1 and contractor's offer dated 21 June 2004.					
<input type="checkbox"/> D. OTHER (Specify type of modification and authority)					
<b>E. IMPORTANT:</b> Contractor <input type="checkbox"/> is not, <input checked="" type="checkbox"/> is required to sign this document and return _____ 1 _____ copies to the issuing office.					
14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UIC section headings, including solicitation/contract subject matter where feasible)					
A. Contract number SP0300-04-D-3004 is hereby awarded for the period June 28, 2004 through June 27, 2005 for a total dollar value of \$186,200,000. Guaranteed minimum is 10%, or \$18,620,000.					
B. Distribution fees listed on Attachment 1 to this modification apply.					
C. For ordering, billing, and other administrative purposes, the contract number will remain unchanged in the system.					
D. All other terms and conditions remain unchanged.					
Except as provided herein, all terms and conditions of the contract referenced in item 9A or 10A, is/are unchanged, remain unchanged and in full force and effect.					
15A. NAME AND TITLE OF SIGNER (Type or print) PETER MACHADO GROUP GENERAL MANAGER			16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or print) CATHERINE A. SEXTON CONTRACTING OFFICER		
15B. CONTRACTOR OFFICER  (Signature of person authorized to sign)			16B. UNITED STATES OF AMERICA BY  (Signature of Contracting Officer)		
06/25/2004			16C. DATE SIGNED 6/28/04		



Seven Seas Shipchangers  
Contract # SP0300-04-D-3004

PRIME VENDOR - LIST OF ITEM CATEGORIES


Sl. #	Category	Unit	Existing Distribution Fee	Proposed Distribution Fee	Reduction % age
1	CHILLED MEATS	LB			
2	FROZEN MEATS	LB			
3	CHILLED POULTRY	LB			
4	FROZEN POULTRY	LB			
5	FROZEN FISH	LB			
6	FROZEN SHELLFISH	LB			
7	BAKERY AND CEREAL PRODUCTS	LB			
8	BEVERAGES (WITH OR WITHOUT EQUIPMENT)	CAN			
9	BOUILLION AND SOUPS (CANNED AND DRIED)	CAN			
10	JAM AND JELLIES	JAR			
11	ICE CREAM PRODUCTS	LB			
12	MILK PRODUCTS	LB			
13	BUTTER AND MARGARINE	LB			
14	OTHER DAIRY PRODUCTS NOT MENTIONED	LB			
15	CONDIMENTS, SALAD DRESSING	JR			
16	CONFECTIONS, NUTS AND SUGARS	LB			
17	EGGS	DOZ			
18	BREAD PRODUCTS	LB			
19	DIETARY PRODUCTS	LB			
20	FATS AND OILS	LB			
21	OTHER SEMIPERISHABLE ITEMS NOT MENTIONED ABOVE	LB			
22	OTHER PERISHABLE ITEMS NOT MENTIONED ABOVE	LB			
23	RELATED NON-FOODS	LB			
24	ADVANCED FOOD/PRE-COOKED	LB			
25	INDIVIDUAL PORTION PACK	HD			



SP0300-04-D-3004

Modified by Page 2 of 3

Sl. #	Category	Unit	Existing Distribution Fee	Proposed Distribution Fee	Reduction % age
26	FROZEN MEATS PORTION	LB			
27	FROZEN VEGETABLES	LB			
28	SPICES (and broken cases)	JR			
29	INDIVIDUAL JUICE	CAN			
30	RICE AND FLOUR	LB			
31	FROZEN MEATS - PREMIUM CUTS	LB			
32	MISCELLANEOUS SHIP STORES / 1Q	EA			
33	FRESH FRUITS & VEGETABLES	LB			
34	LOCALLY PRODUCED SODAS	CN			
35	BAG-IN-THE-BOX MILK	BX			
36	BAG-IN-THE-BOX JUICE AND BEVERAGE SYRUP	BX			
37	ICE CREAM (LOCAL PRODUCE) & Fresh Milk, packing > 1 liter	LT			
38	CIGARETTES	CTN			
39	PREMIUM HYGIENE PRODUCTS - SHIP STORES	EA			
40	CHOCOLATES - SHIP STORES	EA			
41	BAG MEALS	EA			
42	FRESH BREAD	LB			
43	SHIP STORES - NOODLES AND INDIVIDUAL CHIPS / SNACKS	EA			
44	ALCOHOL - BEER AND WINES	CS			
45	ALCOHOL - SPIRITS	CS			
46	FSOS ITEMS ISSUED BY CASE	CS			
47	FSOS ITEMS ISSUED INDIVIDUALLY	EA			
	Grand Total				


  
 P.O. Box 6590  
 Dubai - U.A.E.  
 Seven Seas Shipcharters (L.L.C.)  
 06-25-2004